

MORITT HOCK & HAMROFF LLP

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*Special Conflicts Counsel to the Official Committee of
Unsecured Creditors of Sears Holdings Corporation, et al.*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	: Chapter 11
	:
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	: Case No. 18-23538 (RDD)
	:
	: (Jointly Administered)
Debtors. ¹	:
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**THIRD MONTHLY FEE STATEMENT OF MORITT HOCK &
HAMROFF LLP FOR PROFESSIONAL SERVICES RENDERED AND
DISBURSEMENTS INCURRED AS SPECIAL CONFLICTS COUNSEL
FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR
THE PERIOD OF MAY 1, 2020 THROUGH MAY 31, 2020**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Name of Applicant:	Moritt Hock & Hamroff LLP
Authorized to Provide Professional Services To:	The Official Committee of Unsecured Creditors of Sears Holdings Corporation
Date of Retention:	April 30, 2020 <i>nunc pro tunc</i> to January 2, 2020
Period for Which Compensation and Reimbursement Is Sought:	May 1, 2020 through May 31, 2020
Monthly Fees Incurred:	\$52,384.50
20% Holdback:	\$10,476.90
Total Compensation Less 20% Holdback:	\$41,907.60
Monthly Expenses Incurred:	\$ 906.00
Total Fees and Expenses Requested:	\$42,813.60

This is a X monthly ___ interim ___ final application

Moritt Hock & Hamroff LLP ("Moritt Hock"), special conflicts counsel for the Official Committee of Unsecured Creditors (the "Creditors' Committee") of Sears Holdings Corporation and its affiliated debtors and debtors in possession (collectively, the "Debtors"), hereby submits this statement of fees and disbursements (the "First Monthly Fee Statement") covering the period May 1, 2020 through May 31, 2020 (the "Compensation Period"), in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses and Retained Professionals* (the "Interim Compensation Order") [Docket No. 769]. By the Third Monthly Fee Statement, Moritt Hock requests (a) interim allowance and payment of compensation in the amount of \$41,907.60 (80% of \$52,384.50) for fees on account of reasonable and necessary professional services rendered to the Creditors' Committee by Moritt Hock and (b) reimbursement of actual and necessary costs and expenses in the amount of \$906.00 incurred by Moritt Hock during the Compensation Period.

**FEEES FOR SERVICES RENDERED
DURING THE COMPENSATION PERIOD**

Exhibit A sets forth a timekeeper summary that includes the respective names, positions, department, bar admissions, hourly billing rates and aggregate hours spent by each Moritt Hock professional and paraprofessional that provided services to the Creditors' Committee during the Compensation Period. The rates charged by Moritt Hock for services rendered to the Creditors' Committee are the same rates that Moritt Hock charges generally for professional services rendered to its non-bankruptcy clients.

Exhibit B sets forth a task code summary that includes the aggregate hours per task code spent by Moritt Hock professionals and paraprofessionals in rendering services to the Creditors' Committee during the Compensation Period.

Exhibit C sets forth a complete itemization of tasks performed by Moritt Hock professionals and paraprofessionals that provided services to the Creditors' Committee during the Compensation Period.

**EXPENSES INCURRED
DURING THE COMPENSATION PERIOD**

Exhibit D sets forth a disbursement summary that includes the aggregate expenses, organized by general disbursement categories, incurred by Moritt Hock in connection with services rendered to the Creditor's Committee during the Compensation Period.

Exhibit E sets forth a complete itemization of disbursements incurred by Moritt Hock in connection with the services rendered to the Creditors' Committee during the Compensation Period.

NOTICE AND OBJECTION PROCEDURES

Notice of this Third Monthly Fee Statement shall be given by hand or overnight delivery or email where available upon (i) Sears Holdings Corporation, 3333 Beverly Road, Hoffman

Estates, Illinois 60179, Attention: Moshin Y. Meghji (email: mmeghji@miiipartners.com); (ii) counsel to Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153, Attention: Ray C. Schrock (email: ray.schrock@weil.com), Jacqueline Marcus (email: jacqueline.marcus@weil.com), Garrent A. Fail (email: garrent.fail@weil.com), and Sunny Singh (email: sunny.singh@weil.com); (iii) counsel to the Creditors' Committee, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036, Attention: Ira S. Dizengoff (email: idizengoff@akingump.com), Philip C. Dublin (email: pdublin@akingump.com), and Sara L. Brauner (sbrauner@akingump.com); (iv) William K. Harrington, the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, NY 1014, Attention: Paul Schwartzberg (email: paul.schwartzberg@usdoj.gov) and Richard Morrissey (email: richard.morrissey@usdoj.gov); (v) counsel to Bank of America, N.A., Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, NY 10036, Attention: Paul D. Leake (email: paul.leake@skadden.com), Shana A. Elberg (email: shana.elberg@skadden.com), and George R. Howard (email: george.howard@skadden.com); (vi) Paul E. Harner, fee examiner, 1675 Broadway, New York, NY 10019 (email: harnerp@ballardspahr.com); and (vii) counsel to the fee examiner, Ballard Spahr LLP, 1675 Broadway, New York, NY 10019, Attention: Vincent J. Marriott (email: marriott@ballardspahr.com) and Tobey M. Daluz (email: daluzt@ballardspahr.com) (collectively, the "Notice Parties").

Objections to this Third Monthly Statement Fee, if any, must be filed with the Court and served upon the Notice Parties so as to be received no later than July 10, 2020 (the "Objection Deadline"), setting forth the nature of the objection and the amount of fees or expenses at issue (an "Objection").

If no objections to this Third Monthly Fee Statement are filed and served as set forth above, the Debtors shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified herein.

If an objection to this Third Monthly Fee Statement is received on or before the Objection Deadline, the Debtors shall withhold payment of that portion of the Third Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such an objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing to be held by the Court.

Dated: New York, New York
June 26, 2020

MORITT HOCK & HAMROFF LLP

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*Special Conflicts Counsel to the Official
Committee of Unsecured Creditors of Sears
Holdings Corporation, et al.*

EXHIBIT A

Timekeeper Summary

PARTNERS	DEPARTMENT	YEAR OF BAR ADMISSION	RATE	HOURS	AMOUNT
Ted A. Berkowitz	Restructuring/ Bankruptcy	1984	\$675	1.00	\$ 675.00
James P. Chou	Litigation	1997 (NY) 1996 (NJ)	\$595	8.80	\$ 5,236.00
Theresa A. Driscoll	Restructuring/ Bankruptcy	2000	\$560	16.00	\$ 8,960.00
Danielle J. Marlow	Litigation	1997	\$550	38.50	\$21,175.00
Total Partner				64.30	\$36,046.00
ASSOCIATES					
Alex D. Corey	Litigation	2014	\$395	3.90	\$ 1,540.50
Total Associates				3.90	\$ 1,540.50
PARALEGAL					
Victoria Jankowski	Litigation	N/A	\$245	9.40	\$ 2,303.00
Sheila Marino- Thomas	Litigation	N/A	\$245	51.00	\$12,495.00
Total Paralegal				60.40	\$14,798.00
Total Hours/ Fees Requested				128.60	\$52,384.50

ALL PROFESSIONALS	BLENDED RATE (\$)	TOTAL BILLED HOURS	TOTAL COMPENSATION
Partners and Counsel	595.00	64.30	\$36,046.00
Associates	395.00	3.90	\$ 1,540.50
Paralegals/ Non-Legal Staff	245.00	60.40	\$14,798.00
Blended Timekeeper Rate	412.22		
Total Fees Incurred			\$52,384.50

EXHIBIT B

Task Code Summary

Task Code	Matter	Hours	Value
B110	Case Administration	7.10	\$ 3,333.00
B120	Asset Analysis and Recovery	89.90	\$34,543.00
B160	Fee/ Employment Applications	31.60	\$14,508.50
	Total:	128.60	\$52,384.50

EXHIBIT C

Itemized Fees

EXHIBIT D

Disbursement Summary

Disbursement Activity	Amount
Duplication – In House	\$ 6.00
Research and Records Fees	\$ 60.00
Telephonic Court Appearance Fees	\$140.00
Outside Vendor – Process Server	\$700.00
Total:	\$906.00

EXHIBIT E

Itemized Disbursements

DATE	DESCRIPTION	VALUE
05/08/2020	Copies	6.00
05/15/2020	Danielle Marlow, Comerica fee for research & records	60.00
05/05/2020	Executive Attorney Service Inc., Inv # 55279, Service of Subpoena to Produce Documents etc upon: Deutsche Bank Private Banking & Investment Banking at New York, NY on 4/22/2020 (attempted), Legal & General Investment Management Limited at Chicago, IL on 4/22/2020 (multiple attempts), and Credit Suisse Securities (USA) LLC at Albany, NY on 4/29/2020 (multiple attempts)	625.00
05/06/2020	Executive Attorney Service Inc., Inv # 55284, Service of Subpoena to Produce Documents etc upon HSBC Global Asset Management UK Ltd at New York, NY on 5/4/2020	75.00
04/30/2020	TAB, Court Solutions, 4/23/2020	70.00
04/30/2020	JPC, Court Solutions, 4/23/2020	70.00
	Total	906.00

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EXHIBIT C

Itemized Fees



MORITT HOCK & HAMROFF LLP
INVOICE DATED JUNE 2020

File # N-1994.001
Re: Sears
Bankruptcy

Date	Prof	Description	Task	Time
5/1/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	3.1
5/1/2020	TAD	Draft, revise first combined monthly fee statement (1.0), revise exhibits thereto (0.8)	B160	1.8
5/1/2020	DJM	Call with S. Thomas regarding analysis of shareholder data obtained in response to subpoenas (0.4); additional call with S. Thomas regarding questions (0.4).	B120	0.8
5/1/2020	TAD	Correspond with timekeepers re: first combined monthly fee statement.	B160	0.2
5/1/2020	SMT	Allocation of time to tasks for fee statement.	B160	0.1
5/1/2020	DJM	Revision of billing descriptions for monthly fee statement.	B160	0.3
5/1/2020	JPC	Begin review and comments to First Combined Monthly Fee Statement.	B160	0.5
5/4/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	2.8
5/4/2020	DJM	Analysis and provision of information to D. Chapman in connection with client update (1.3); detailed review of information produced to date in response to subpoenas and follow up with multiple parties regarding deficiencies (2.0); call with S. Thomas regarding analysis and preparation of chart of information produced by subpoena respondents (0.6); e-mails with Akin Gump regarding non-complying parties (0.4).	B120	4.3
5/4/2020	JPC	Review updated chart and info re: status of subpoenas and responses (.1); emails from D. Marlow re: same (.2).	B120	0.3
5/4/2020	SMT	Telephone call with D. Marlow regarding analysis and preparation of chart of information produced by subpoena respondents.	B120	0.4
5/4/2020	SMT	Further conforming billing descriptions and time allocations for fee statement.	B160	0.2
5/5/2020	JPC	Review of draft First Combined Monthly Fee statement and provide comments.	B160	1.4
5/5/2020	DJM	Review and analysis of productions received to date (1.8); e-mails with various banks (Alliance Bernstein, Citibank, Nomura, Sculptor, CSS) regarding production deficiencies/clarifications (1.2); e-mail to Jefferies in response to objections (0.6); coordination with S. Thomas regarding data analysis, template (0.4).	B120	4.0

5/5/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	2.4
5/5/2020	SMT	Conforming time entry descriptions for fee statement.	B160	0.1
5/6/2020	DJM	E-mails with counsel to Morgan Stanley regarding motion for 2004 discovery, review of docket in connection with same (0.8); call with counsel for Merrill Lynch regarding subpoena (0.4); e-mails with counsel for Highland Counsel regarding subpoena (0.4); various follow up e-mails and requests for status updates from multiple banks (0.8); coordination with S. Thomas regarding information analysis and creation of template, service issues (0.5)	B120	3.0
5/6/2020	SMT	Revising and conforming descriptions for fee statement.	B160	0.2
5/6/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	3.3
5/6/2020	TAD	Review J. Chou correspondence and comments to first fee statement and correspond with billing re: same.	B160	0.5
5/6/2020	DJM	Time entry descriptions and time allocations.	B120	0.5
5/6/2020	SMT	Telephone calls to Registered Agent of Wells Fargo Securities LLC regarding contact information for the Legal Department regarding served subpoena (0.4); telephone call Wells Fargo Securities LLC concerning same (0.3).	B120	0.7
5/7/2020	DJM	Draft/revise spreadsheet of information from subpoenaed parties (0.8); call with S. Thomas regarding spreadsheet analysis (0.3); review of supplemental production by TIAA and e-mail to S. Thomas regarding same (0.4); provision of information to S. Thomas for inclusion in spreadsheet (0.5); e-mails with Akin Gump and FTI regarding Highland Capital (0.3).	B120	2.3
5/7/2020	VJ	Revise Fee Application.	B160	0.8
5/7/2020	ADC	Communicate (in firm) to discuss subpoena status with team (0.20); call with J. Chou to discuss Norges meet and confer (0.40); researched case law and legislative history w/r/t Norges service argument (1.50)	B120	2.1
5/7/2020	SMT	Conforming time entry descriptions and time allocations for fee statement.	B160	0.2
5/7/2020	TAB	Attend weekly team status meeting	B110	0.2
5/7/2020	TAD	Calls with Sears team re: status, fee statement and related items.	B160	0.3
5/7/2020	JPC	T/c w/ A. Corey re: final research point and strategy for meet and confer w/ Norges Bank (.4); review research findings from A. Corey (.6); correspond w/ A. Corey re: same (.2).	B120	1.2
5/7/2020	DJM	Weekly team call.	B110	0.2
5/7/2020	VJ	Weekly Webex with team.	B110	0.2
5/7/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	2.2

5/7/2020	DJM	Revise descriptions and assign time allocations to conform w/BK billing standards.	B160	0.3
5/7/2020	JPC	Prepare agenda for weekly team meeting (.1); attend and facilitate team meeting (.2).	B110	0.3
5/7/2020	SMT	Added documents responsive to subpoena to file.	B120	0.2
5/8/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	2.2
5/8/2020	TAD	Correspond with V. Jankowski re: revisions to first monthly fee statement.	B160	0.1
5/8/2020	SMT	Time entry descriptions for fee statement.	B160	0.2
5/8/2020	SMT	Added documents responsive to subpoena to file.	B120	0.4
5/8/2020	TAD	Revise pre-bill with J. Chou edits and correspond with accounting re: same.	B160	0.5
5/8/2020	VJ	Revise Fee Application and email to TAD.	B160	2.6
5/11/2020	TAD	Review first combined fee statement (.70); review interim comp. order re: notice procedures and other requirements.	B160	1.2
5/11/2020	JPC	Review and comment on billing descriptions for April 2020; draft billing protocol email to MHH team.	B120	2.0
5/11/2020	SMT	Conforming time entry descriptions for fee statement.	B160	0.2
5/11/2020	SMT	Telephone call with D. Marlow regarding entry into shareholders chart of select information contained in Citibank's production documents.	B120	0.4
5/11/2020	DJM	Call/e-mails with counsel for Jefferies regarding subpoena (0.5); e-mails with Akin Gump regarding same (0.5); call with S. Thomas regarding analysis of production by Citibank (0.3); coordination with S. Thomas regarding Jefferies production (0.1); review of e-mail from Comerica and addressing of same (0.3).	B120	1.7
5/11/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	1.8
5/12/2020	DJM	Review and analysis of production by AQR (0.5); review and analysis of production by Comerica (0.5), review and analysis of production by Sculptor (0.5); call and e-mails with S. Thomas regarding productions, inputting to template (0.4); e-mails with counsel for UBS (0.1); e-mails with counsel for Wolverine (0.1); updating of chart (0.3	B120	2.4
5/12/2020	SMT	Further revise descriptions and allocations for next monthly fee statement.	B160	0.1
5/12/2020	TAD	Review time records to be annexed to first combined monthly fee statement (.60); correspond with M. Cimmino and V. Jankowski re: same (.50); correspond with J. Chou re: revised statement for filing (.10).	B160	1.2
5/12/2020	JPC	Review final monthly fee statement for filing (.4); email to T. Driscoll and V. Jankowski re: same (.1).	B160	0.5

5/12/2020	TAD	Revise first combined monthly fee statement.	B160	1.0
5/12/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	2.4
5/12/2020	SMT	Telephone call with D. Marlow regarding entry into shareholders chart of select information contained in Comerica, Sculptor/Och-Ziff and AQR production documents.	B120	0.5
5/13/2020	TAD	Multiple emails and calls with V. Jankowski re: filing and service of monthly fee statement.	B110	0.6
5/13/2020	TAD	Revise and finalize first combined monthly fee statement for filing and service.	B160	1.4
5/13/2020	DJM	Time entry descriptions for monthly fee statement.	B160	0.4
5/13/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	2.7
5/13/2020	SMT	Revise time entry descriptions for monthly fee statement.	B160	0.1
5/13/2020	DJM	Call with counsel for UBS (0.4); call with counsel for Wolverine (0.4); review of data analysis template from S. Thomas and e-mails with same (0.4).	B120	1.2
5/13/2020	VJ	Discuss and finalize First Combined Monthly Fee Application with TAD and SS (.8); e-file Combined Monthly Fee Application and email to all noticed parties (.5); download and save document (.1).	B160	1.4
5/13/2020	SMT	Added documents responsive to subpoena to file.	B120	0.4
5/14/2020	SMT	Telephone call and email with D. Marlow regarding analysis and preparation of chart of information produced by subpoena respondents.	B120	0.6
5/14/2020	ADC	Attend weekly team meeting.	B110	0.2
5/14/2020	DJM	Weekly team meeting.	B110	0.2
5/14/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	2.8
5/14/2020	VJ	Weekly status meeting with team.	B110	0.2
5/14/2020	TAB	Attend weekly team meeting	B110	0.2
5/14/2020	DJM	E-mail with counsel for Barclays (0.1 hour); e-mail with counsel for BlackRock (0.1); review of information from Comerica and call/e-mails with S. Thomas regarding analysis of same (0.6); revisions to time entries to conform/standardize (0.4).	B120	1.2
5/14/2020	JPC	Attention to January through April fees and expenses for client budgeting purposes.	B160	1.0
5/14/2020	TAD	Review pre-bill for April time.	B160	0.8
5/14/2020	JPC	Weekly team meeting re: status of tasks and updates.	B110	0.2

5/14/2020	SMT	Conforming descriptions and tasks for monthly fee statements.	B160	0.1
5/15/2020	SMT	Revising descriptions and allocations and addition of BK task codes for monthly statement.	B160	0.1
5/15/2020	JPC	Review revised time descriptions for monthly fee statement (.2); email same with comment to T. Driscoll and V. Jankowski for monthly fee statement (.1).	B160	0.3
5/15/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	1.4
5/15/2020	VJ	Telephone conversation with SMT regarding using B codes for billing.	B110	0.2
5/18/2020	DJM	E-mails with various banks following up on subpoena responses (0.5 hours)	B120	0.5
5/18/2020	SMT	Emailed D. Marlow attaching updated Shareholders chart for review.	B120	0.2
5/18/2020	SMT	Coding and billing descriptions for monthly fee statement.	B160	0.2
5/18/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	1.9
5/19/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	1.8
5/19/2020	DJM	Draft/revise chart analyzing public shareholder data, e-mails with S. Thomas regarding same.	B120	0.5
5/19/2020	SMT	Draft/revise shareholders chart.	B120	0.2
5/19/2020	SMT	Edit time entry descriptions and codes for monthly statement.	B160	0.2
5/19/2020	TAD	Review edits to April time (0.3); multiple emails with M. Cimmino re: April time and bankruptcy codes.	B160	0.6
5/19/2020	TAD	Review docket for professional interim fee application timing.	B160	0.3
5/20/2020	TAD	Review and edit April pre-bill, bankruptcy codes.	B160	0.8
5/20/2020	ADC	Telephone conversation with D. Marlow discussing Norges Bank call strategy	B120	0.4
5/20/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis	B120	1.2
5/20/2020	SMT	Time entry recording descriptions and allocations for fee statement.	B160	0.2
5/20/2020	DJM	Review and analysis of correspondence and legal research related to objections by Norges bank (1.5); call with A. Corey regarding objections by Norges bank (0.5); e-mails with counsel for Norges bank (0.3); review of production from Societe Generale and e-mails with S. Thomas regarding same (0.5)	B120	2.8
5/20/2020	DJM	Conform descriptions and allocation for monthly fee statement.	B120	0.2
5/20/2020	SMT	Added documents responsive to subpoena to file.	B120	0.2

5/21/2020	DJM	Time entry, revision to time entries for monthly fee statements.	B160	0.6
5/21/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	1.6
5/21/2020	TAD	Correspond with James Chou re: fee statement; matter designations and related items (0.3); discuss same with V. Jankowski (0.2)	B160	0.5
5/21/2020	DJM	Preparation for and conduct of call with counsel for Norges Bank, call with A. Corey in connection with same (1.2); follow up e-mail with counsel for Norges Bank (0.4); coordination with S. Thomas regarding entry of data for Norges on spreadsheet, review of FTI data in connection with same (0.5); review and sending of spreadsheet to Akin Gump, e-mails with same (0.5).	B120	3.4
5/21/2020	TAB	Prepare for and participate on Sears team call.	B110	0.3
5/21/2020	VJ	Webex meeting with team.	B110	0.3
5/21/2020	SMT	Time entry descriptions for monthly fee statement.	B160	0.1
5/21/2020	TAD	Review revised billing summary for compliance with UST guidelines and local rules, orders.	B160	0.7
5/21/2020	ADC	Telephone conversation with team to discuss current status of matter.	B110	0.3
5/21/2020	JPC	Prepare agenda for team meeting (.2); attend team meeting (.3).	B110	0.5
5/21/2020	ADC	Telephone conversation with D. Marlow and then Norges concerning Norges' objections to our subpoena.	B120	0.6
5/21/2020	DJM	Weekly team meeting.	B110	0.3
5/21/2020	JPC	Review and edit matter descriptions and task codes for monthly billing statement.	B160	0.3
5/22/2020	DJM	E-mails with Blackstone regarding supplemental production.	B120	0.2
5/22/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	1.9
5/22/2020	DJM	Review and analysis of supplemental production from Blackstone.	B120	0.5
5/22/2020	SMT	Time entry recording.	B160	0.1
5/25/2020	DJM	Draft/revise spreadsheet analyzing public shareholder data, e-mails with S. Thomas regarding same.	B120	0.5
5/26/2020	TAD	Review time records for conformity with designations of billing codes and UST guidelines.	B160	0.4
5/26/2020	SMT	Time entry description and allocations.	B160	0.1
5/26/2020	DJM	Review of spreadsheet analyzing public shareholder data (0.3); call with S. Thomas regarding same (0.4); e-mail to Akin Gump regarding same (0.1); follow up with numerous banks regarding production (0.2).	B120	1.0

5/26/2020	SMT	Telephone call with D. Marlow regarding information contained in Shareholder chart.	B160	0.3
5/26/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	0.9
5/26/2020	TAD	Emails with James Chou re: designation of bankruptcy billing codes for April fee statement.	B160	0.2
5/27/2020	TAD	Further edits to April time (0.7); correspond with M. Cimmino re: same (0.1); correspond with V. Jankowski re: fee statement (0.1)	B160	0.9
5/27/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	1.3
5/27/2020	SMT	Conform billing descriptions and allocations for next fee statement.	B160	0.1
5/27/2020	DJM	E-mails with counsel for Blackstone (0.5), provision of productions as requested by Akin Gump (0.5).	B120	1.0
5/28/2020	TAD	Review interim comp procedures order re: process following objection deadline and related items.	B160	0.4
5/28/2020	ADC	Weekly Sears team meeting to discuss weekly developments.	B110	0.3
5/28/2020	SMT	Conforming descriptions for monthly fee statement.	B160	0.2
5/28/2020	TAD	Team meeting to discuss status and progress of various items.	B110	0.3
5/28/2020	DJM	Attend weekly team meeting.	B110	0.3
5/28/2020	DJM	Time entry and review descriptions and time allocations.	B160	0.4
5/28/2020	SMT	Emailed D. Marlow attaching shareholders chart for review and input.	B120	0.2
5/28/2020	VJ	Draft April Fee Statement.	B160	2.5
5/28/2020	DJM	Follow up with numerous banks regarding response to subpoena (0.5); e-mails with counsel to Wolverine regarding subpoena (0.1); research regarding contacts at HSBC and e-mailing of same regarding subpoena (0.5); e-mails with S. Thomas regarding service, analysis of public shareholder data (0.3); review of public shareholders chart from S. Thomas and e-mailing of comments to same (0.4); updating of service chart (0.2).	B120	2.0
5/28/2020	SMT	Reviewed produced records inputting select shareholder information into shareholders chart for further review and analysis.	B120	3.3
5/28/2020	VJ	Status call with team.	B110	0.3
5/28/2020	JPC	Weekly team meeting.	B110	0.3
5/28/2020	TAB	Weekly call with Sears Team.	B110	0.3
5/28/2020	VJ	Prepare Notice of Appearance for JPC.	B110	0.6

5/28/2020	TAD	Call with Zach Lainer (Akin) re: interim fee applications and timing for next round (0.1); call with V. Jankowski re: April fee statement (0.1).	B160	0.2
5/29/2020	SMT	Emailed D. Marlow attaching revised shareholders chart for review.	B120	0.2
5/29/2020	VJ	E-file Notice of Appearance for JPC.	B110	0.3
5/29/2020	DJM	Draft/revise spreadsheet analyzing public shareholder data, multiple e-mails with S. Thomas regarding same (0.8); e-mailing of same to Akin Gump (0.2); e-mail to Akin Gump regarding outstanding subpoenas (0.4); e-mails with counsel to Goldman Sachs (0.1).	B120	1.5
5/29/2020	SMT	Further conform descriptions and time allocations for monthly fee statement.	B160	0.1
5/29/2020	SMT	Revised shareholders chart for further review and analysis.	B120	2.2
5/29/2020	TAD	Work on Second Monthly Fee Statement.	B160	0.7
5/29/2020	TAD	Review comp. procedures and correspond with Debtors' restructuring advisors (M-III Partners) for payment on First Monthly Fee Statement.	B160	0.4
			Total:	128.6

EXHIBIT D

Disbursement Summary

Disbursement Activity	Amount
Duplication – In House	\$ 6.00
Research and Records Fees	\$ 60.00
Telephonic Court Appearance Fees	\$140.00
Outside Vendor – Process Server	\$700.00
Total:	\$906.00

EXHIBIT E

Itemized Disbursements

DATE	DESCRIPTION	VALUE
05/08/2020	Copies	6.00
05/15/2020	Danielle Marlow, Comerica fee for research & records	60.00
05/05/2020	Executive Attorney Service Inc., Inv # 55279, Service of Subpoena to Produce Documents etc upon: Deutsche Bank Private Banking & Investment Banking at New York, NY on 4/22/2020 (attempted), Legal & General Investment Management Limited at Chicago, IL on 4/22/2020 (multiple attempts), and Credit Suisse Securities (USA) LLC at Albany, NY on 4/29/2020 (multiple attempts)	625.00
05/06/2020	Executive Attorney Service Inc., Inv # 55284, Service of Subpoena to Produce Documents etc upon HSBC Global Asset Management UK Ltd at New York, NY on 5/4/2020	75.00
04/30/2020	TAB, Court Solutions, 4/23/2020	70.00
04/30/2020	JPC, Court Solutions, 4/23/2020	70.00
	Total	906.00